

BROWN TOM INC /DE  
Form 8-K  
July 19, 2004

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D. C. 20549

## FORM 8-K

### CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **July 13, 2004**

## Tom Brown, Inc.

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other Jurisdiction of  
incorporation or organization)

**001-31308**

(Commission File No.)

**95-1949781**

(I.R.S. Employer Identification No.)

**555 Seventeenth Street, Suite 1850, Denver, Colorado**  
(Address of principal executive offices)

**80202**  
(Zip Code)

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**(303) 260-5000**

(Registrants telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report.)

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**ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release issued July 13, 2004.

**ITEM 9. REGULATION FD DISCLOSURE.**

On July 13, 2004, Tom Brown, Inc. ( TBI ) and its subsidiary Tom Brown Resources Funding Corp. ( TBRFC ) and, together with TBI, the Issuers ) issued a press release announcing that the tender offer and change of control offer for their outstanding units (the Units ) expired at 12:00 midnight, New York City time, on July 12, 2004 (the Expiration Date ) and that the Issuers have accepted for purchase all Units that were validly tendered and not withdrawn prior to the Expiration Date. A copy of the press release is attached to this report as Exhibit 99.1.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Co-Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TOM BROWN, INC.

By: /s/ Don R. McClure  
Don R. McClure  
Vice President, Finance and Chief Financial Officer

Date: July 19, 2004